

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

- - - - - x
UNITED STATES OF AMERICA : SUPERSEDING INFORMATION
- v. - : S1 22 Cr. 395 (ER)
BRIAN WONG, :
Defendant. :
- - - - - x

COUNT ONE

(Accessory After the Fact to Conspiracy to Commit Securities
Fraud and Tender Offer Fraud)

The United States Attorney Charges:

BACKGROUND

1. In early 2021, SETH MARKIN and BRANDON WONG, the defendants in an Indictment captioned *United States v. Markin and Wong*, 22 Cr. 395 (ER), together made more than \$1.4 million in illegal profits by trading in stock based on inside information that MARKIN stole from his then-girlfriend, who was at the time an attorney at a major law firm in Washington D.C. (the "Law Firm Associate"). In February 2021, MARKIN secretly looked through the Law Firm Associate's confidential work documents, without her permission, and learned that, in a matter of weeks, Merck & Co. ("Merck"), a publicly traded pharmaceutical company, was going to acquire Pandion Therapeutics ("Pandion"), a publicly traded

biotechnology company, for approximately three times the value of Pandion's share price.

2. BRANDON WONG purchased hundreds of thousands of dollars' worth of Pandion shares based on the material non-public information he received from SETH MARKIN. In addition to his purchases of Pandion stock, WONG told at least seven other people to purchase Pandion shares, causing some of the people he tipped to purchase tens or hundreds of thousands of dollars' worth of Pandion stock, including his brother, BRIAN WONG, the defendant.

3. In or about February 2021, BRANDON WONG told his brother, BRIAN WONG, the defendant, to purchase Pandion shares in a series of phone calls and text messages (the "Text Messages") based on, among other things, the fact that Pandion was going to make an "announcement" that was not "public info" but was "big news," and that the share price was going to "~~go~~" upward. BRIAN WONG purchased thousands of shares, and also told several friends to purchase Pandion shares.

4. After Merck's acquisition of Pandion was announced publicly, and the Pandion stockholdings of BRIAN WONG, the defendant, significantly increased in value, BRIAN WONG sold his shares of Pandion for more than \$400,000 in profits. BRIAN WONG also deleted certain of the Text Messages between himself and BRANDON WONG.


5. In or about November 2021, Special Agents from the Federal Bureau of Investigation interviewed BRIAN WONG, the defendant, in connection with an investigation they told him was being conducted by law enforcement in the Southern District of New York relating to insider trading in Pandion stock. During the interview, WONG falsely told the agents (i) that he was not familiar with Pandion; (ii) that he learned about Pandion in online forums including wallstreetbets; (iii) that BRANDON WONG did not tell him anything about Pandion; and (iv) that BRIAN WONG did not discuss Pandion with anyone else.

STATUTORY ALLEGATION

6. Between in or about February 2021 and in or about September 2022, in the Southern District of New York and elsewhere, BRIAN WONG, the defendant, knowing that an offense against the United States had been committed, namely, the conspiracy to commit securities fraud and tender offer fraud charged in Count One of the Indictment captioned *United States v. Markin and Wong*, 22 Cr. 395 (ER), knowingly received, relieved, comforted, and assisted the offenders in order to hinder and prevent the offenders' apprehension, trial, and punishment, to wit, BRIAN WONG deleted electronic communications regarding the relevant securities trades

and made false statements to law enforcement regarding the securities trades placed by and conversations with BRANDON WONG, the defendant's brother.

(Title 18, United States Code, Section 3.)



DAMIAN WILLIAMS
United States Attorney

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